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Bridges LLC, Tauck Holdings, Inc., Arthur Tauck, Jr.,  
Peter Tauck, and Robin Tauck

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

ANNE E. MARSH, DEBRA A. OTTO, and  
STEVEN E. KIEFFER,

Plaintiffs,

v.

TAUCK WORLD DISCOVERY, TAUCK  
TOURS, TAUCK TOURS, INC., TAUCK,  
INC., TAUCK WORLD TOURS, TAUCK  
BRIDGES LLC, TAUCK HOLDINGS, INC.,  
ARTHUR TAUCK, JR., PETER TAUCK, and  
ROBIN TAUCK,

Defendants.

Case No. C03-1392 PJH

**DECLARATION OF DAVID N.  
BUFFINGTON IN REPLY TO  
OPPOSITION TO MOTION TO  
DISMISS AND MOTION TO  
TRANSFER VENUE**

Date: January 28, 2004  
Time: 9:00 a.m.  
Ctrm.: 3 (Hon. Phyllis J. Hamilton)

Trial Date: None Set

DECLARATION OF DAVID N. BUFFINGTON IN REPLY TO MOTION TO TRANSFER VENUE  
CASE NO. C03-1392 PJH

1 I, David N. Buffington, hereby declare:

2 1. I am an associate with the law firm of Morgan Lewis & Bockius, counsel for  
3 defendants Tauck World Discovery ("TWD"), Tauck Holdings, Inc., Tauck Bridges, LLC, Arthur  
4 Tauck, Jr., Peter Tauck, and Robin Tauck in this action. The facts set forth are true and of my  
5 own personal knowledge and if called as a witness, I could and would testify to them.

6 2. On August 12, 2003, this Court issued an order permitting plaintiffs to conduct  
7 limited discovery on jurisdiction and venue related issues. On September 18, 2003, plaintiffs  
8 served 594 requests for production and six interrogatories on defendants. Defendants responded  
9 to 574 out of 594 discovery requests and produced several documents.

10 3. On October 22, 2003, plaintiffs filed a motion to compel further discovery on  
11 jurisdiction and venue related issues. All discovery matters in this action have been assigned to  
12 the Hon. Magistrate Judge Larson. On December 3, 2003, Magistrate Judge Larson heard  
13 plaintiffs' motion to compel further discovery. On December 10, 2003, the Hon. Magistrate  
14 Judge Larson issued an order denying in part and granting in part, plaintiffs' motion to compel. A  
15 true and correct copy of this December 10, 2003 Order is attached hereto as Exhibit 1.

16 4. On December 26, 2003, plaintiffs filed a second request, via a letter-brief, to  
17 compel further jurisdiction and venue related discovery and to compel the depositions of the  
18 individual defendants. Defendants opposed plaintiffs' further request. By December 22, 2003,  
19 defendants responded to more than 600 requests for production/information served by plaintiffs,  
20 provided supplemental interrogatory responses, produced 5,226 pages of documents, provided 10  
21 separate declarations, and produced the person most knowledgeable for deposition of the  
22 Company Defendants.

23 5. On January 7, 2004, given the massive production and compliance by defendants  
24 in this matter, the Hon. Magistrate Judge Larson denied plaintiffs' requests for further discovery  
25 in its entirety and denied plaintiffs' request to depose the Individual Defendants. A true and  
26 correct copy of Magistrate Judge Larson's January 7, 2004 Order is attached hereto as Exhibit 2.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 14th day of January, 2004, at Los Angeles, California.

David N. Buffington  
David N. Buffington